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CT CORPORATION SYSTEM

FILED
01 FEB 15 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Eduprise, Inc.

300003706463--8

-02/16/01--01027--003

*****70.00 *****70.00

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

2/15/01

Order#: 3507921

Ref#: _____

Amount: \$ _____

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01 FEB 15 PM 4:50
DIVISION OF CORPORATION

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: see attachment

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. David Bursiek, President, CEO

(Typed or printed name and capacity of person signing application)

OFFICERS & DIRECTORS **Eduprise, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICERS

David Bursiek
Michael Locke

President
Asst. Secretary

All are located at: 2000 Perimeter Park Dr., STE 160, Morrisville, NC 27560

DIRECTORS

John A Canning, Jr.
Rodney L. Goldstein
John F Cozzi
Stephen P Murray
Robert King
Ken Pigott
William H Graves
David Bursiek

All are located at: 2000 Perimeter Park Dr., STE 160, Morrisville, NC 27560

State of Delaware
Office of the Secretary of State

PAGE 1
FILED
01 FEB 15 AM 9:32
SECRETARY OF STATE
DELAWARE

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EDUPRISE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor

Secretary of State

2987434 8300

010026661

AUTHENTICATION: 0919905

DATE: 01-17-01